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**UNITED STATES BANKRUPTCY COURT
 DISTRICT OF NEVADA**

In re

CASH CLOUD, INC.,
 dba COIN CLOUD

Debtor.

Case No. BK-23-10423-MKN

Chapter 11

**DECLARATION OF CHRISTOPHER
 ANDREW MCALARY IN SUPPORT OF
 DEBTOR'S THIRD OMNIBUS MOTION
 FOR ENTRY OF ORDER APPROVING
 REJECTION OF EXECUTORY
 CONTRACTS AND UNEXPIRED LEASES**

Hearing Date: April 20, 2023

Hearing Time: 10:30 a.m.

I, Christopher Andrew McAlary, declare as follows:

1. I am the Chief Executive Officer ("CEO") of Cash Cloud, Inc. dba Coin Cloud (the "Debtor" or "Cash Cloud"), debtor and debtor in possession in the above captioned chapter 11 case (the "Chapter 11 Case").

2. Except as otherwise indicated herein, this Declaration is based upon my personal knowledge. I am over the age of 18 and am mentally competent. If called upon to testify, I would testify competently to the facts set forth in this Declaration.¹ I make this Declaration in support of the motion captioned above.

¹ Unless otherwise defined herein, all capitalized terms have the meanings ascribed them in the Motion.

3. On February 7, 2023 (the “Petition Date”), the Debtor initiated its Chapter 11 Case by filing a voluntary petition for relief under chapter 11 of Title 11 of the United States Code (the “Bankruptcy Code”).

4. The Debtor is operating its business and managing its properties as a debtor-in-possession under section 1107(a) and 1108 of the Bankruptcy Code.

5. I am advised by counsel that this Court has jurisdiction over this Chapter 11 Case pursuant to 28 U.S.C. §§ 157 and 1334 and venue is proper in this United States Bankruptcy Court for the District of Nevada pursuant to 28 U.S.C. §§ 1408 and 1409.

6. As described in greater detail in the Omnibus Declaration of Christopher Andrew McAlary in Support of Emergency First Day Motions [ECF 19], the Debtor was formed as a Nevada corporation for the purpose of providing a platform for customers to buy and sell digital currencies through Digital Currency Machines (“DCMs”) distributed across the United States. DCMs are an advanced version of the kiosks commonly referred to as Bitcoin ATMs or BTMs, that enable a consumer to both (a) buy bitcoin as well as 30+ other digital currencies with cash, and (b) sell digital currency for cash. As of December 31, 2022, the Debtor operated approximately 4,800 DCMs, or kiosks, throughout the United States and Brazil, installed in some of the largest convenience, grocery and liquor store chains and prestigious malls.

7. The Debtor was a party to an Office Lease (“Lease”) with TSSP LLC (“TSSP”) for the lease of real property located at 10190 Covington Cross Drive, Las Vegas, Nevada 89144 (the “Premises”).

8. The Debtor filed a Debtor’s Motion For Approval Of Rejection Of Unexpired Lease With TSSP LLC Pursuant To 11 U.S.C. § 365(a) And Abandonment Of Any Property That Remains At Premises [ECF 103], and this motion has been granted. [ECF 172]. The Lease was rejected as of February 28, 2023.

9. The Debtor is a party to several executory contracts related to the use of the Premises, including: services for internet services, coffee services, fire protection, elevator services, pest control, outdoor cleaning services, uninterruptible power supply (UPS) maintenance and emergency service, fire equipment maintenance services, landscaping, ice, drinking water, trash and

recycling, security alarm systems, and fire alarms systems, maintenance, telephone services, water services, electricity, and natural gas services.

10. Given that the Debtor rejected the Lease with TSSP and vacated the Premises as of February 28, 2023, the Debtor is no longer in need of the contracts related to the use of the Premises including the contracts listed below, and therefore seeks to reject them. These contracts are with the following parties ("Counterparty" or "Counterparties").

- 1) Bailey's Sweeper Service
- 2) CenturyLink Communications, LLC d/b/a Lumen Technologies Group
- 3) Cox Business
- 4) Daich's First Choice Coffee Services
- 5) DC Group, Inc.
- 6) Desert Fire Protection, L.P.
- 7) G&G Systems
- 8) High Desert Landscape & Design
- 9) Las Vegas Pest Control
- 10) Las Vegas Valley Water District
- 11) NextGen
- 12) NV Energy
- 13) Otis Elevator Company
- 14) Quench USA, Inc.
- 15) Republic Silver State Disposal, Inc. dba Republic Services of Southern Nevada (2 Accounts)
- 16) Siemens Industry, Inc.
- 17) Southwest Gas
- 18) West Coast Water Solutions, LLC

(the "Contracts"). The Counterparty's name and Counterparty's address is fully set forth on

Exhibit 2 to the Motion.

11. In connection with its efforts to preserve and maximize the value of its estate through the prosecution of this case, the Debtor, in its business judgment, has determined that the Contracts are financially burdensome and do not provide benefit to the estate and are no longer needed. Further, the Debtor seeks to avoid depletion of the estate through accrual of administrative expenses associated with these Contracts. In addition, the Debtor has determined that there is no value in attempting to assume and assign the Contracts. Further, the Contracts are not a source of potential value for the Debtor's future operations, creditors, or interest holders, and are believed to not be marketable given their terms and constitute an unnecessary drain on the Debtor's limited resources.

1 Thus, rejection is in the best interests of creditors and other parties in interest. As such, the
2 Contracts should be rejected.

3 12. The Debtor seeks authority to reject the Contracts set forth on **Exhibit 2** to the
4 Motion as of the date of the filing of this Motion to prevent the incurrence of ongoing
5 administrative expenses with respect to the Contracts.

6 I declare, under penalty of perjury of the laws of the United States of America, that the
7 foregoing statements are true and correct to the best of information, knowledge and belief.

8 Executed this 17th day of March, 2023 in Las Vegas, Nevada.

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10 /s/ Christopher Andrew McAlary
Christopher Andrew McAlary

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